

**RESOLUTION OF THE CITY OF ASTORIA
AUTHORIZING REFUNDING OF AN INTERIM LOAN FROM THE PUBLIC WORKS IMPROVEMENT
FUND**

WITH THE OREGON INFRASTRUCTURE FINANCE AUTHORITY

The Council of City of Astoria finds:

A. The City is a “municipality” within the meaning of Oregon Revised Statutes 285B.410(9).

B. Pursuant to Oregon Revised Statutes 285B.410 through 285B.482 (the “Act”), the City obtained a loan for interim financing (the “Interim Loan”) in the principal amount of \$ 1,615,561 from the State of Oregon, acting by and through its Oregon Infrastructure Finance Authority of the Business Development Department (“the Department”) through the Waterfront Bridges Replacement Project Fund # 190 for the financing of the Waterfront Bridges Replacement Project, between 6th and 11th Streets within the meaning of the Act by entering into an Interim Financing Contract Project Number Project Number B17002 with the Department dated March 11, 2018.

C. The Interim Financing Contract contemplated the possibility of refunding the Interim Loan by including it in the issuance of Oregon Bond Bank Revenue Bonds (the “State Bonds”) and passing the interest rates on the State Bonds through to a new permanent financing loan. The proceeds of any such State Bonds have been pledged as collateral in Exhibit B to the Interim Financing Contract and will be applied to repay the outstanding balance of the Interim Loan as provided in Section 4 D.(1) of the Interim Financing Contract.

D. Under current market conditions, including the Loan in an issuance of State Bonds may produce debt service savings for the borrowers whose loans are funded by the State Bonds, including the City.

E. The City desires to refinance the Loan and participate in the Department’s refunding of the Loan by issuing State Bonds. Such participation will achieve debt service savings on the outstanding Loan by paying the Loan in full and replacing it with a permanent financing loan agreement.

NOW THEREFORE, BE IT RESOLVED by the Governing Body of the City of Astoria as follows:

1. Refunding Authorized; Delegation Authorized. The Governing Body authorizes the Mayor, or person designated by the Mayor to act on behalf of the City (the “Authorized Officer”), to enter into a permanent financing loan agreement (“Loan Agreement”) and Promissory Note, to be pledged as collateral for an issuance of State Bonds by executing such Loan Agreement and Promissory Note, and to enter into any agreements and to execute any other documents or certificates as may be required to refund the Loan to achieve debt service savings.

2. Security. Amounts due to the Department pursuant to the Loan Agreement and the Promissory Note shall continue to be secured by a pledge as provided in the Interim Financing Contract, including but not limited to the City’s pledge of its full faith and taxing power within

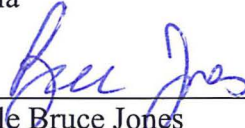
the limitations of Article XI, Sections 11 and 11b, and as will be provided in Section 7 of the new Loan Agreement.

3. Tax-Exempt Status. The City covenants not to take any action or omit to take any action if the action or omission would cause interest paid by the City pursuant to the Loan Agreement not to qualify for the exclusion from gross income provided by Section 103(a) of the Internal Revenue Code of 1986, as amended. The Authorized Officer may enter into covenants on behalf of the City, Port, County] to protect the tax-exempt status of the interest paid by the City pursuant to the Loan Agreement, and may execute any Tax Certificate, Internal Revenue Service forms or other documents as shall be required by the Department or their bond counsel to protect the tax-exempt status of such interest.

4. Resolution Effective Date. This Resolution shall be in force and effect from and after passage by the Governing Body.

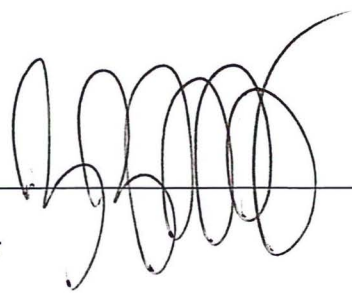
DATED this 16 day of November, 2020.

City of Astoria



The Honorable Bruce Jones
Mayor of Astoria

ATTEST:



Brett Estes
City Manager

ROLL CALL ON ADOPTION YEA NAY ABSENT

Councilor Brownson
 Herman
 Rocka
 West

X
X
X
X

Mayor Jones

X